

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
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**ORDER DIRECTING UNITED STATES TRUSTEE TO DISBAND
OFFICIAL COMMITTEE OF ELIGIBLE SALARIED RETIREES**

Upon the Final Report Of The Official Committee Of Retired Salaried Employees Pursuant To 11 U.S.C. § 1114(d) And Request For Instructions, dated August 20, 2010 (Docket No. 20527), filed by the Official Committee of Eligible Salaried Retirees (the “Retirees’ Committee”) and re-filed by the Retirees’ Committee on September 22, 2010 (Docket No. 20617); and upon the Limited Objection Of The VEBA Committee For The Delphi Salaried Retirees Association Benefit Trust To The Final Report Of The Official Committee Of Retired Salaried Employees Pursuant To 11 U.S.C. § 1114(d), dated September 17, 2010 (Docket No. 20605); and the Retirees’ Committee and the VEBA Committee of the Delphi Salaried Retirees Association Benefit Trust (the “VEBA Committee”) having reached agreement on the First Amended And Restated Delphi Salaried Retirees Association Benefit Trust Agreement, dated November 17, 2010 (Docket Nos. 20818, 20820, 20821); and this Court today having entered the Order Pursuant To 11 U.S.C. §§ 105 And 1114 And 26 U.S.C. § 35(e)(1)(K) Designating DSRA VEBA Benefit As In Lieu Of COBRA Continuation Coverage (the “Designation Order”); and there being good and sufficient notice of all of the foregoing; and upon all other papers submitted in connection with these matters; and the Court having held hearings concerning these matters on September 24, 2010, October 21, 2010, November 18, 2010, December 16, 2010 and May 26,

2011 (the “Hearings”); and upon the record of the Hearings and after due deliberation thereon, and sufficient cause appearing therefor for the reasons stated by the Court during the Hearings, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Office of the United States Trustee is directed to disband the Retirees’ Committee effective as of the later of (A) the date of entry of this Order and (B) the date the Designation Order becomes final and non-appealable (the “Effective Date”).
2. As of the Effective Date, the Retirees’ Committee shall be relieved of its obligations to undertake or continue any efforts or perform any activities on behalf of any retirees of any of the debtors or reorganized debtors in these cases and the Retirees’ Committee’s role and responsibilities shall cease.
3. As of the Effective Date, the Retirees’ Committee’s counsel shall be relieved of any obligations to undertake or continue any efforts or perform any activities on behalf of the Retirees’ Committee and the roles and responsibilities of said counsel shall cease.
4. The reorganized debtors in these cases and the VEBA Committee shall not be required to provide individualized notice of this Order to any retirees.
5. This Court shall retain jurisdiction to hear and determine any and all matters arising from or related to this Order.

Dated: White Plains, New York
June 6, 2011

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE